DECLARATION

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

The below named inventors are the original, first and joint inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled **SYSTEM AND METHOD FOR DATA ENCRYPTION**, the Specification of which:

\boxtimes	is attached hereto.		
	was filed on	as Application Serial No	_•

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims.

I acknowledge the duty to disclose to the Patent and Trademark Office all information known to me to be material to patentability of the subject matter claimed in this application, as "materiality" is defined in Title 37, Code of Federal Regulations, § 1.56.

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose all information known to me to be material to patentability of the subject matter claimed in this application, as "materiality" is defined in Title 37, Code of Federal Regulations, § 1.56, which become available between the filing date of the prior application and the national or PCT international filing date of this application:

Application Serial No.	Filing Date	Status
60/183,705	2/18/00	Pending

I hereby direct that all correspondence and telephone calls be addressed to Andrew G. DiNovo, VINSON & ELKINS L.L.P., 2300 First City Tower, 1001 Fannin Street, Houston, Texas 77002-6760, (512) 495-8633.

I hereby declare that all statements made of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Inventor's Full Name:	Robert C Ledzius		
Inventor's Signature:	Kelot P-Lope		
Country of Citizenship:	U.S.	Date:	
Residence Address: (street, number, city, state, and/or country)	8409 Cambria Drive Austin, TX 78717		
Post Office Address: (if different from above)			

Inventor's Full Name:	Stephen H. Kelley		
Inventor's Signature:	Stephen H Kelley		
Country of Citizenship:	U.S. Date:		
Residence Address: (street, number, city, state, and/or country)	9220 Knoll Gert Loop Austin, TX, 78759		
Post Office Address: (if different from above)			

Austin:179558v 1

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of: Robert C. Ledzius

Group Art Unit: Unknown

Serial No.: To Be Assigned

Examiner: Unknown

Filing Date: February 16, 2001

Atty. Dkt. No.: QUI200/4-1

For: SYSTEM AND METHOD FOR DATA

ENCRYPTION

ELECTION UNDER 37 C.F.R. §§ 3.71 AND 3.73 AND POWER OF ATTORNEY

Assistant Commissioner for Patents Washington, D.C. 20231

Sir:

The undersigned, being Assignee of record of the entire interest in the above-identified application by virtue of an assignment recorded in the United States Patent and Trademark Office as set forth below, hereby elects, under 37 C.F.R. § 3.71, to prosecute the application to the exclusion of the inventor.

The Assignee hereby revokes any previous Powers of Attorney and appoints:

Andrew G. DiNovo (Reg. No. 40,115); Willem G. Schuurman (Reg. No. 29,998); Gregory L. Porter (Reg. No. 40,131); Minh-Hien Nguyen (Reg. No. 37,294); Adam V. Floyd (Reg. No. 39,192); Stephen J. Moloney (Reg. No. P-44,947); Tracey B. Davies (Reg. No. 44,644); David Weaver (Reg. No. 43,244); Doug McClellan (Reg. No. 41,183); and Margaret J. Sampson (Reg. No. 47,052).

each an attorney or agent of the firm of VINSON & ELKINS L.L.P., as its attorney or agent for so long as they remain with such firm, with full power of substitution and revocation, to prosecute the application, to make alterations and amendments therein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive any Letters Patent, and for one year after issuance of such Letters Patent to file any request for a certificate of correction that may be deemed appropriate.

Pursuant to 37 C.F.R. § 3.73, the undersigned has reviewed the evidentiary documents, specifically the Assignment to Quickflex, Inc., referenced below, and certifies that to the best of my knowledge and belief, title remains in the name of the Assignee.

Please direct all communications as follows:

Andrew G. DiNovo VINSON & ELKINS L.L.P. 2300 First City Tower 1001 Fannin Street Houston, Texas 77002-6760

ASSIGNEE:

QUICKFLEX, INC.

Name: Robert C. Ledzius Title: President & CEO	
Date: 2-16-2001	

Austin:180081v 1

ASSIGNMENT:

Concurrently filed Previously recorded

Frames

Date: Reel: